

097000073986

LARSON & LARSON, P.A.

ATTORNEYS AT LAW
Practicing Domestic & International
Patent Trademark & Copyright Law
Trial and Appellate Litigation

H. WILLIAM LARSON
HERBERT W. LARSON
ALSO ADMITTED IN DELAWARE AND THE DISTRICT
OF COLUMBIA AND REGISTERED TO PRACTICE
BEFORE THE U. S. PATENT AND TRADEMARK
OFFICE. (REG. NO. 21008).

JAMES E. LARSON
"PATENT AGENT"
REGISTERED TO PRACTICE BEFORE THE
U. S. PATENT AND TRADEMARK OFFICE
(REG. NO. 37807).

PINEBROOK BUSINESS CENTER
7381-114TH AVE. N. SUITE 406
LARGO, FL 33773-5125
813-546-0660
FAX 813-545-1595

BATTAGLIA, ROSS, DICUS & WEIN, P.A.
TRIAL COUNSEL

August 22, 1997

FEDERAL EXPRESS #3877820892

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

200002276522--4
-08/25/97--01140--006
****122.50 ****122.50

Re: Incorporation of BIMI-TEE TOP; My file 1005

Dear Sir:


Enclosed please find an original and one copy of the Articles of Incorporation for the above-named proposed Florida Corporation. Also enclosed is our firm's check in the amount of \$122.50, representing payment of the following:

Filing Fee	\$35.00
Certified Copy Fee	52.50
Registered Agent Fee	<u>35.00</u>

Total Amount Enclosed \$122.50

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Very truly yours,


Herbert W. Larson

HWL/eb

FILED
1997 AUG 25 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures: Articles of Incorporation; Copy of Articles; Check #11547 for \$122.50

AUG 26 1997

FILED

ARTICLES OF INCORPORATION
OF
BIMI-TEE TOP COMPANY

97 AUG 25 PM 1:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is BIMI-TEE TOP COMPANY.
2. The address of its registered office in the State of Florida is 7381 114th Avenue, N., Suite 406, Largo, County of Pinellas, 33773. The name of its registered agent at such address is Herbert W. Larson, Esq., of the law firm of LARSON & LARSON P.A.
3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.
4. The total number of shares of stock which the corporation is authorized to issue is ONE HUNDRED THOUSAND (100,000) and the par value of each of such shares is One Cent (\$.01) amounting in the aggregate to One Thousand Dollars (\$1,000.00).
5. The business and affairs of the corporation shall be managed by the Board of Directors, and the directors need not be elected by ballot unless required by the By-Laws of the corporation.
6. In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors is expressly authorized to adopt, amend or repeal the By-Laws.
7. The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights

conferred are granted subject to this reservation.

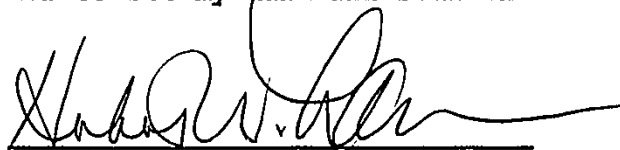
8. The incorporator is Herbert W. Larson, Esq., whose mailing address is 7381 114th Avenue, North, Suite 406, Largo, Florida 33773.

9. The name and mailing address of the person who is to serve as a director until the first annual meeting of the stockholders or until successors are elected and qualified is:

<u>NAME</u>	<u>MAILING ADDRESS</u>
BERNARD MAGDOVITZ	6554 44th STREET N., UNIT 1001 PINELLAS PARK, FL 34665

10. The principal address and mailing address of the corporation is 7381 114th AVENUE N., SUITE 406, LARGO, FL 33773

I, THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, do make, file and record this Certificate of Incorporation, certifying that the facts herein stated are true, and, accordingly, have hereto set my hand and seal this 22nd day of August, 1997.



 Herbert W. Larson, Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS }

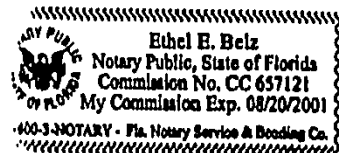
The foregoing instrument was acknowledged before me this 22nd day of August, 1997, by Herbert W. Larson, who is personally known to me and who did take an oath.



 Notary Public


My commission expires:

Print Signature: ETHEL E. BELZ



ACCEPTANCE OF REGISTERED AGENT

I, THE UNDERSIGNED, accept appointment as registered agent for BIMI-TEE TOP COMPANY and state that I am familiar with and accept the obligations provided for in § 607.0505 Florida Statutes.


Herbert W. Larson
Registered Agent

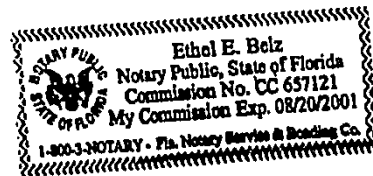
STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 22nd day of August, 1997, by Herbert W. Larson, who is personally known to me and who did take an oath.


Notary Public

My commission expires:

ETHEL E. BELZ
Print Signature



FILED
97 AUG 25 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA